

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036
(212) 735-3000
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-26
FINANCING (DIP AND EMERGENCE)
74.2 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 07/31/07
Bill Number: 1168053

NAME	DATE	HOURS	DESCRIPTION
FRISHMAN LD	06/01/07	0.70	CORRESPONDENCE WITH M. BAKER OF S&S RE: NEXT STEPS ON EXIT FACILITY AND PREPARATION OF A TERM SHEET (0.3); GATHER PRECEDENTS AND SEND TO S&S (0.4).
FRISHMAN LD	06/04/07	2.20	REVIEW INTERNAL DELPHI PRESENTATION RE: EXIT FACILITY MATTERS (0.9); REVIEW AND GIVE COMMENTS ON DRAFT TERM SHEET FOR EXIT FACILITY (1.3).
FRISHMAN LD	06/05/07	1.30	TELECONFERENCE WITH M. BAKER OF S&S AND T. KRAUSE OF DELPHI, AMONG OTHERS, RE: DRAFT TERM SHEET FOR EXIT FACILITY (0.9); REVIEW AND GIVE COMMENTS ON REVISED TERM SHEET (0.4).
FRISHMAN LD	06/06/07	0.70	RESPOND TO INTERNAL QUESTION FROM K. GRANT RE: IMPLICATIONS UNDER DIP OF A PENDING SALE AGREEMENT (0.3); REVIEW REVISED TERM SHEET FOR EXIT FACILITY (0.4).
FRISHMAN LD	06/11/07	1.50	REVIEW PROPOSALS RE: POTENTIAL CHANGES IN OWNERSHIP OF CERTAIN FOREIGN SUBSIDIARIES AND ANALYZE IMPLICATIONS UNDER THE DIP (1.5).
FRISHMAN LD	06/14/07	1.30	TELECONFERENCE WITH DELPHI TAX, C. GROSS AND R. MEISLER RE: DIP IMPLICATIONS ON PROPOSED OWNERSHIP RESTRUCTURINGS OF CERTAIN FOREIGN SUBS (1.3).
FRISHMAN LD	06/15/07	0.20	CORRESPONDENCE WITH M. BAKER AT S&S RE: FOREIGN SUBSIDIARY OWNERSHIP CHANGES (0.2).
FRISHMAN LD	06/28/07	0.30	RESPOND TO QUESTION OF B. FERN RE: IMPLICATIONS OF DIP ON A PROPOSED RESTRUCTURING OF MEXICAN OPERATIONS (0.3).
FRISHMAN LD	06/29/07	1.30	DISCUSS STATUS OF EXIT FACILITY PROPOSALS WITH M. BAKER (0.1); ALL-HANDS SKADDEN/DELPHI LEGAL STRATEGY/UPDATE CALL (1.2).
		9.50	
Total Partner		9.50	
TOTAL TIME		<u>9.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 07/31/07
Bill Number: 1168053

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	06/08/07	Dist Serv/Mail/Page, D	50.00
		TOTAL MESSENGERS/ COURIER	\$50.00
		TOTAL MATTER	\$50.00

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 08/31/07
Bill Number: 1178615

NAME	DATE	HOURS	DESCRIPTION
FRISHMAN LD	07/10/07	1.60	ATTEND PORTION OF STRATEGY SESSION WITH CLIENT RE: EXIT FINANCING (0.9); UPDATE M. BAKER AT S&S (0.3); REVIEW FINANCING PORTION OF DRAFT 10-Q (0.4).
FRISHMAN LD	07/20/07	0.80	WEEKLY LEGAL UPDATE CALL (0.6); ATTENTION TO DIP EXTENSION REQUEST (0.2).
FRISHMAN LD	07/23/07	0.90	REVIEW DRAFT OF AMENDMENT EXTENDING THE TERM OF THE DIP (0.9).
FRISHMAN LD	07/24/07	0.40	TELECONFERENCE WITH M. BAKER RE: COMMENTS ON DIP EXTENSION (0.3) AND STATUS OF EXIT FACILITY NEGOTIATIONS (0.1).
		3.70	
MEISLER RE	07/09/07	0.20	TELECONFERENCE WITH M. BAKER AND T. KRAUSE RE: DIP AMENDMENT (0.1); DRAFT CORRESPONDENCE RE: SAME (0.1).
MEISLER RE	07/10/07	0.80	REVIEW EXIT FINANCING ISSUES (0.8).
MEISLER RE	07/11/07	0.10	TELECONFERENCE WITH G. KENNEDY (PARTICIPANTE IN DIP) RE: INTEREST RATES (0.1).
MEISLER RE	07/17/07	0.10	REVIEW CORRESPONDENCE RE: DIP FINANCING AMENDMENT (0.1).
		1.20	
Total Partner		4.90	
GRANT K	07/17/07	0.30	EMAIL WITH P. BRUSATE RE: DIP AMENDMENT (0.3).
GRANT K	07/20/07	1.40	EMAIL WITH P. BRUSATE RE: DIP AMENDMENT (0.2) AND BEGAN WORKING ON MOTION RE: SAME (1.2).
GRANT K	07/24/07	4.90	REVIEW PROPOSED AMENDMENT DOCUMENTS RE: DIP FINANCING (2.6); BEGIN TO WORK ON MOTION RE: SAME (2.3).
		6.60	
JJINGO MJ	07/23/07	0.40	REVIEW CORRESPONDENCE RELATED TO AMENDMENT TO CREDIT AGREEMENT; CORRESPOND WITH R. TURMAN RE: THE SAME (0.4).
JJINGO MJ	07/24/07	2.90	BEGIN TO REVIEW AND COMMENT ON AMENDMENT DOCUMENTATION (2.9).
		3.30	
Total Associate		9.90	

TOTAL TIME

14.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 09/30/07
Bill Number: 1181367

NAME	DATE	HOURS	DESCRIPTION
FRISHMAN LD	08/07/07	0.70	REVIEW JPM STIPULATION RE: PRE-PETITION CREDIT AGREEMENT CLAIMS (0.7).
FRISHMAN LD	08/09/07	0.40	TELECONFERENCES WITH M. BAKER OF S&S AND T. KRAUSE AT DELPHI RE: STATUS OF EXIT FACILITY BIDS (0.4).
FRISHMAN LD	08/28/07	2.90	TELECONFERENCE WITH M. BAKER RE: DRAFT TERM SHEET (0.3); REVIEW AND CONSIDER DRAFT TERM SHEET REQUEST (2.6).
FRISHMAN LD	08/29/07	1.40	TELECONFERENCE WITH S&S (M. BAKER & OTHERS) AND DELPHI (T. KRAUSE AND OTHERS) RE: PROPOSED DRAFT TERM SHEET FOR THE EXIT FACILITY (1.4).
FRISHMAN LD	08/30/07	0.20	CORRESPONDENCE WITH M. BAKER OF S&S (0.2) RE: LOCATION OF STOCK CERTIFICATES OF A SUBSIDIARY TO BE SOLD.
		5.60	
Total Partner		5.60	
JJINGO MJ	08/28/07	4.40	BEGIN TO REVIEW LENDER RESPONSES AND DRAFT MASTER TERM SHEET AND COMMENT ON THE SAME (4.4).
JJINGO MJ	08/29/07	6.80	CONTINUE TO MARK-UP MASTER TERM SHEET; PREPARE FOR AND PARTICIPATE ON ALL-HANDS CALL ON TERM SHEET; FOLLOW UP WITH VARIOUS SKADDEN ATTORNEYS ON POR ISSUES; MULTIPLE TELECONFERENCES WITH R. PALACH AT SHEARMAN (6.8).
JJINGO MJ	08/30/07	1.90	BEGIN TO REVIEW DOCUMENTS CIRCULATED BY R. PALACH AT SHEARMAN (1.9).
		13.10	
Total Associate		13.10	
TOTAL TIME		<u>18.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 09/30/07
Bill Number: 1181367

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	08/31/07	Copy Center, D	3.00
		TOTAL IN-HOUSE REPRODUCTION	\$3.00
		TOTAL MATTER	\$3.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 10/31/07
Bill Number: 1182831

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	09/06/07	1.80	ATTEND EXIT FINANCING LENDER MEETING AT COMPANY IN TROY AND CONFERENCES WITH SEVERAL POTENTIAL LEAD EXIT LENDERS RE: DUE DILIGENCE SESSION, STRUCTURE, TIMETABLE AND RELATED MATTERS (1.8).
BUTLER, JR. J	09/11/07	0.40	TELECONFERENCE WITH M. COHEN RE: EMERGENCE FINANCING (0.3); CONFERENCE WITH J. SHEEHAN RE: SAME (0.1).
BUTLER, JR. J	09/14/07	0.80	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) TELECONFERENCE WITH J. SHEEHAN, S. CORCORAN AND D. RESNICK RE: CAPITAL MARKET RESPONSES TO EXIT FINANCING REQUEST AND NEXT STEPS; REVIEW UBS RESPONSE (0.2).
BUTLER, JR. J	09/15/07	0.30	REVIEW AND CONSIDER EXIT FINANCING MATTERS INCLUDING EMAILS FROM/TO J. SHEEHAN (0.3).
BUTLER, JR. J	09/16/07	0.90	PREPARE (AT COMPANY IN TROY) FOR SEPTEMBER 17TH MEETINGS AT COMPANY WITH J. SHEEHAN ET. AL. RE: EXIT FINANCING MATTERS INCLUDING REVIEW OF TERMSHEETS FROM EXIT LENDERS (0.9).
BUTLER, JR. J	09/17/07	2.70	PREPARE FOR (0.3) AND ATTEND (1.5) MEETINGS AT COMPANY WITH J. SHEEHAN ET. AL. RE: EXIT FINANCING MATTERS; REVIEW TERM SHEETS FROM EXIT LENDERS (0.6); REVIEW AND COMMENT ON PRESENTATION FOR DISTRIBUTION TO KEY STAKEHOLDERS (0.3).
BUTLER, JR. J	09/18/07	0.60	CONTINUE TO REVIEW EXIT FINANCING MATTERS (0.4); EMAILS TO/FROM T. LAURIA, B. ROSENBERG, B. SCHELER, J. TANENBAUM RE: EXIT FINANCING MATTERS (0.2).
BUTLER, JR. J	09/26/07	0.60	CONTINUE TO WORK ON EXIT FINANCING MATTERS INCLUDING EMAIL FROM/TO M. COHEN (0.2); MEETING WITH J. SHEEHAN, D. RESNICK AND B. SHAW IN NEW YORK RE: SAME (0.4).
BUTLER, JR. J	09/28/07	0.80	CONTINUE TO WORK ON EXIT FINANCING MATTERS INCLUDING EMAIL FROM J. SHEEHAN WITH ILLUSTRATIVE FINANCING SCENARIO AND TELECONFERENCE WITH B. SHAW AND PROSPECTIVE LEAD LENDER (0.6); TELECONFERENCE WITH B. SHAW RE: FOLLOW-UP (0.2).
BUTLER, JR. J	09/29/07	0.70	CONTINUE TO REVIEW MATERIALS AND ISSUES RE: EXIT FINANCING MATTERS (0.7).

9.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FRISHMAN LD	09/05/07	0.20	CORRESPONDENCE WITH DELPHI AND S&S RE: RELEASE OF CATALYST PLEDGE (0.2).
FRISHMAN LD	09/11/07	1.10	REVIEW DRAFT OF RATING AGENCY PRESENTATION AND MISC CORRESPONDENCE WITH B. HEWES OF DELPHI RE: THE SAME (1.1).
FRISHMAN LD	09/17/07	1.60	REVIEW OF DIP AMENDMENT #2 (0.2); REVIEW BANK RESPONSES TO TERM SHEET PROPOSAL FOR EXIT FACILITY (1.1); TELECONFERENCE WITH M. BAKER AT S&S RE: THE FOREGOING (0.3).
FRISHMAN LD	09/18/07	0.10	REVIEW CORRESPONDENCE RE: EXIT FACILITY STATUS (0.1).
FRISHMAN LD	09/20/07	0.30	TELECONFERENCE WITH M. BAKER RE: STATUS OF EXIT FACILITY (0.3).
FRISHMAN LD	09/21/07	0.90	WEEKLY DELPHI LEGAL STRATEGY/UPDATE CALL (0.9).

4.20

MEISLER RE	09/11/07	1.80	REVIEW PRESENTATION RE: EXIT FACILITY (1.8).
MEISLER RE	09/18/07	0.30	REVIEW AND COMMENT ON FINANCING SLIDES (0.3).
MEISLER RE	09/24/07	0.40	REVIEW PRESENTATION RE: DIP EXTENSION (0.4).

2.50

Total Partner 16.30

GANITSKY DI	09/17/07	1.10	WORK ON LEGEND RE: PRESENTATION RE: FINANCING AND RELATED MATTERS (0.8); CORRESPONDENCE RE: DIP (0.3).
------------------------	---------------------	-----------------	---

1.10

GRANT K	09/11/07	2.20	BEGIN WORK ON DIP EXTENSION MOTION AND REVIEWED PRECEDENT RE: SAME (2.2).
GRANT K	09/12/07	5.70	CONTINUE TO WORK ON MOTION FOR APPROVAL OF DIP AMENDMENT (5.7).
GRANT K	09/13/07	3.40	CONTINUE TO WORK ON PLEADINGS RE: DIP AMENDMENT (3.4).

11.30

HALPER A	09/11/07	1.90	REVIEW AND COMMENT ON EPCA PROVISIONS CONTAINED IN THE DELPHI FINANCING PRESENTATION (1.9).
---------------------	---------------------	-----------------	--

1.90

JJINGO MJ	09/06/07	0.60	TELECONFERENCE WITH R. PALACH AT SHEARMAN RE: EXIT FINANCING MASTER TERM SHEET (0.6).
JJINGO MJ	09/11/07	0.70	REVIEW AND COMMENT ON RATING AGENCY PRESENTATION (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JJINGO MJ	09/17/07	1.40	REVIEW SECOND AMENDMENT TO CREDIT AGREEMENT AND COMMENT ON THE SAME (1.4) .
JJINGO MJ	09/24/07	0.90	REVIEW EXTENSION MOTION (0.9) .
		3.60	
Total Associate		17.90	
TOTAL TIME		<u>34.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 10/31/07
Bill Number: 1182831

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	09/11/07	Grant K	3.00
		TOTAL WESTLAW	\$3.00
Air/Rail Travel (external)	09/10/07	Butler, Jr. J	326.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$326.00
Out-of-Town Travel	09/10/07	Butler, Jr. J	7.50
Out-of-Town Travel	09/10/07	Butler, Jr. J	31.99
Out-of-Town Travel	09/10/07	Butler, Jr. J	360.01
Out-of-Town Travel	09/10/07	Butler, Jr. J	11.50
		TOTAL OUT-OF-TOWN TRAVEL	\$411.00
Out-of-Town Meals	09/10/07	Butler, Jr. J	9.00
		TOTAL OUT-OF-TOWN MEALS	\$9.00
		TOTAL MATTER	\$749.00